

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

Release and Reassignment of Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Harris Trust and Savings Bank, as Agent		12/03/2004	Banking corporation: ILLINOIS

RECEIVING PARTY DATA

Name:	Specialty Brands, Inc.
Street Address:	4200 East Concourses
City:	Ontario
State/Country:	CALIFORNIA
Postal Code:	91764
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 54

Property Type	Number	Word Mark
Registration Number:	1125687	BAR-B-Q-SNAK
Registration Number:	2380023	BRC
Registration Number:	2226325	BUTCHER BOY
Registration Number:	2230869	BUTCHER BOY
Registration Number:	806433	BUTCHER BOY
Registration Number:	927829	CISCO'S
Registration Number:	1261065	
Registration Number:	1274489	DON-DIEGO
Registration Number:	788236	FFF
Registration Number:	2540959	FRED'S FOR STARTERS
Registration Number:	2065468	FRED'S HOWLERS
Registration Number:	1290352	FRED'S PAK-2
Registration Number:	1800193	FRYER PERFORMER
Registration Number:	1729611	GF GARDEN FOODS

TRADEMARK

REEL: 002989 FRAME: 0680

900016606

OP \$1365.00 1125687

Registration Number:	2242867	GET A GRIP ON TASTE
Registration Number:	1326248	IMPERIAL KITCHENS
Registration Number:	2510986	JOSE OLE
Registration Number:	2334467	LITTLE JUAN
Registration Number:	866509	LITTLE JUAN
Registration Number:	1593266	LITTLE JUAN
Registration Number:	897472	M
Registration Number:	2228882	MARQUEZ
Registration Number:	1799560	M-A-R-Q-U-E-Z
Registration Number:	2427450	MEXI-MINIS
Registration Number:	2304732	MEXTREME
Registration Number:	2304740	MEXTREME
Registration Number:	2133201	PACIFIC TORTILLA KITCHEN
Registration Number:	2228939	PACIFIC TORTILLA KITCHEN
Registration Number:	2179393	PIZZAQUITOS
Registration Number:	1133424	PIZZA-SNAK
Registration Number:	2026284	PIZZA STRAWZ
Registration Number:	2230826	POSADA
Registration Number:	1293083	POSADA
Registration Number:	1374956	POSADA
Registration Number:	1656388	POSADA
Registration Number:	1776006	POSADA DELI-FEST
Registration Number:	2192041	PTK
Registration Number:	2193374	PTK
Registration Number:	2143228	RIO POSADA
Registration Number:	2142920	ROTANELLI'S
Registration Number:	2187412	ROTANELLI'S ORIGINALE
Registration Number:	2228938	ROTANELLI'S ORIGINALE
Registration Number:	2187417	ROTANELLI'S SIGNATURA
Registration Number:	1662620	ROTANELLI'S VALORE
Registration Number:	1090116	TACO-SNAK
Registration Number:	2417812	THE GREAT FOLDINI
Serial Number:	76158405	FIESTA BAKES
Serial Number:	75887481	FIESTA BITES
Serial Number:	76176792	FIESTA FOR ONE

Serial Number:	76087547	FIESTA MINIS
Serial Number:	75817108	GREAT FOOD WITH AN ACCENT!
Serial Number:	76203382	JOSE OLE
Serial Number:	76046718	JOSE OLE
Serial Number:	76439159	MAC & CHEESE BITES

CORRESPONDENCE DATA

Fax Number: (212)455-2502

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (212) 455-2254

Email: LLevy@stblaw.com

Correspondent Name: Robyn Rahbar, Esq.

Address Line 1: Simpson Thacher & Bartlett LLP

Address Line 2: 425 Lexington Avenue

Address Line 4: New York, NEW YORK 10017

ATTORNEY DOCKET NUMBER:	509333/0015
-------------------------	-------------

NAME OF SUBMITTER:	Lea B. Levy
--------------------	-------------

Total Attachments: 4

source=HTSB1#page1.tif

source=HTSB1#page2.tif

source=HTSB1#page3.tif

source=HTSB1#page4.tif

RELEASE AND REASSIGNMENT OF TRADEMARKS

THIS RELEASE AND REASSIGNMENT dated December 3, 2004 by Harris Trust and Savings Bank, as agent as hereinafter described;

WITNESSETH:

WHEREAS, Harris Trust and Savings Bank, an Illinois banking corporation with its mailing address at 111 West Monroe Street, Chicago, Illinois 60603, as agent for itself and the banks and other financial institutions entitled to the benefits of the security interests described in the Trademark Collateral Agreement described below (the "*Secured Party*") and Specialty Brands, Inc., a Delaware corporation with its mailing address at 4200 East Concours, Ontario, California 91764 (the "*Debtor*") are parties to a certain Trademark Collateral Agreement dated December 12, 2002 which was recorded in the United States Patent and Trademark Office on December 26, 2002 at Reel 002636, Frame 0062 (the "*Assignment*"), pursuant to which the Debtor granted a security interest in and collateral assignment of certain trademarks and trademark applications listed on Schedule A attached hereto and certain other property (collectively the "*Trademarks*"); and

WHEREAS, the Debtor has requested that the Secured Party release its security interests in the Trademarks and reassign the same to the Debtor;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

The Secured Party hereby releases its security interests in and collateral assignment of, and reassigns, grants and conveys to the Debtor, without any representation, warranty, recourse or undertaking by the Secured Party, all of its right, title and interest, if any, in and to:

(i) Each trademark, trademark registration and trademark application listed on Schedule A hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each such trademark, trademark registration and trademark application; and

(ii) All proceeds of the foregoing, including without limitation any claim by Debtor against third parties for damages by reason of past, present or future infringement of any trademark or trademark registration listed on Schedule A hereto or by reason of injury to the goodwill associated with any such trademark or trademark registration, in each case together with the right to sue for and collect said damages.

IN WITNESS WHEREOF, the Secured Party has caused this Release and Reassignment to be duly executed by its duly authorized officer as of the day and year first above written.

HARRIS TRUST AND SAVINGS BANK, as Agent

By Shane Keene
Name Shane Keene
Title Vice President

SCHEDULE A
TO RELEASE AND REASSIGNMENT OF TRADEMARKS

<u>Registered Trademarks</u>	<u>Registration No.</u>	<u>Registration Date</u>
Bar-B-Q-Snak®	1,125,687	10/2/79
BRC®	2,380,023	8/22/00
Butcher Boy®	2,226,325	2/23/99
Butcher Boy®	2,230,869	3/9/99
Butcher Boy & Design	806,433	3/29/66
Cisco's®	927,829	1/25/72
Design of Mexican Boy	1,261,065	12/13/83
Don-Diego®	1,274,489	4/17/84
fff and Design	788,236	4/13/65
Fred's For Starters®	2,540,959	2/19/02
Fred's Howlers®	2,065,468	5/27/97
Fred's Pak-2®	1,290,352	8/14/84
Fryer Performer®	1,800,193	10/19/93
GF Garden Foods & Design	1,729,611	11/3/92
Get A Grip On Taste®	2,242,867	5/4/99
Imperial Kitchens®	1,326,248	3/19/85
Jose Ole®	2,510,986	11/20/01
Little Juan®	2,334,467	3/28/00
Little Juan & Design	866,509	3/11/69
Little Juan & Design	1,593,266	4/24/90
M & Design	897,472	8/25/70
Marquez®	2,228,882	3/2/99
M.A.R.Q.U.E.Z. & Design	1,799,560	10/19/93
Mexi-Minis®	2,427,450	2/6/01
Mextreme®	2,304,732	12/28/99
Mextreme & Design	2,304,740	12/28/99
Pacific Tortilla Kitchen®	2,133,201	1/27/98
Pacific Tortilla Kitchen®	2,228,939	3/2/99
Pizzaquitos®	2,179,393	8/4/98
Pizza-Snak®	1,133,424	4/15/80
Pizza Strawz®	2,026,284	12/31/96
Posada®	2,230,826	3/9/99
Posada & Design	1,293,083	9/4/84
Posada & Design	1,374,956	12/10/85
Posada & Design	1,656,388	9/10/91
Posada Deli-Fest®	1,776,006	6/8/93
PTK®	2,192,041	9/29/98
PTK & Design	2,193,374	10/6/98
Rio Posada®	2,143,228	3/10/98
Rotanelli's®	2,142,920	3/10/98
Rotanelli's Originale®	2,187,412	9/8/98

Rotanelli's Originale®	2,228,938	3/2/99
Rotanelli's Signatura®	2,187,417	9/8/98
Rotanelli's Valore®	1,662,620	10/29/91
Taco-Snak®	1,090,116	4/25/78
The Great Foldini®	2,417,812	1/2/01

Unregistered Trademarks

Batter-Dipt™
 DeliFest™
 Mexican Style Wrap™
 Mini Pizza Stuffers™
 Quesadilla Wedges™
 Unrings™
 The Expert Exchange™

Trademark Applications

Serial No.

Filing Date

Pending

Fiesta Bakes™	76-158405	11/2/00
Fiesta Bites™	75-887481	1/5/00
Fiesta For One™	76-176792	12/6/00
Fiesta Minis™	76-087547	7/10/00
Great Food With An Accent!™	75-817108	10/7/99
Jose Ole & Design	76-203382	2/1/01
Jose Ole & Design	76-046718	5/11/00
Mac & Cheese Bites		8/5/02
Mac & Cheese Bites & Design	76-439159	8/5/02
HOTZZARELLA		9/4/02
TAMALE TEASERS		9/5/02
TORTILLA CRISPERS		9/13/02